

Fill in this information to identify the case:Debtor name Beamreach Solar, Inc.United States Bankruptcy Court for the: NORTHERN DISTRICT OF CALIFORNIA

Case number (if known) _____

☐ Check if this is an amended filing**Official Form 207****Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy**

04/16

The debtor must answer every question. If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known).

Part 1: Income**1. Gross revenue from business**☐ None.**Identify the beginning and ending dates of the debtor's fiscal year, which may be a calendar year****From the beginning of the fiscal year to filing date:**From **1/01/2017** to **Filing Date****Sources of revenue**

Check all that apply

☒ Operating a business☐ Other _____**Gross revenue**

(before deductions and exclusions)

\$163,921.00**For prior year:**From **1/01/2016** to **12/31/2016**☒ Operating a business☐ Other _____**\$738,120.00****2. Non-business revenue**

Include revenue regardless of whether that revenue is taxable. *Non-business income* may include interest, dividends, money collected from lawsuits, and royalties. List each source and the gross revenue for each separately. Do not include revenue listed in line 1.

☒ None.**Description of sources of revenue****Gross revenue from each source**

(before deductions and exclusions)

Part 2: List Certain Transfers Made Before Filing for Bankruptcy**3. Certain payments or transfers to creditors within 90 days before filing this case**

List payments or transfers--including expense reimbursements--to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$6,425. (This amount may be adjusted on 4/01/19 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

☐ None.**Creditor's Name and Address****Dates****Total amount of value****Reasons for payment or transfer**

Check all that apply

3.1. ***See Attachment 3a****\$5,672,338.00**☐ Secured debt☐ Unsecured loan repayments☐ Suppliers or vendors☐ Services☐ Other _____

4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed or cosigned by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$6,425. (This amount may be adjusted on 4/01/19 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. *Insiders* include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31).

☐ None.

Insider's name and address Relationship to debtor	Dates	Total amount of value	Reasons for payment or transfer
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5. Repossessions, foreclosures, and returns

List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6.

☐ None

Creditor's name and address	Describe of the Property	Date	Value of property
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6. Setoffs

List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a debt.

☐ None

Creditor's name and address	Description of the action creditor took	Date action was taken	Amount
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Part 3: Legal Actions or Assignments**7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits**

List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity—within 1 year before filing this case.

☐ None.

Case title Case number	Nature of case	Court or agency's name and address	Status of case
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8. Assignments and receivership

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

☐ None**Part 4: Certain Gifts and Charitable Contributions****9. List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value of the gifts to that recipient is less than \$1,000**☐ None

Recipient's name and address	Description of the gifts or contributions	Dates given	Value
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Part 5: Certain Losses**10. All losses from fire, theft, or other casualty within 1 year before filing this case.**☐ None

Description of the property lost and how the loss occurred	Amount of payments received for the loss	Dates of loss	Value of property lost
	If you have received payments to cover the loss, for example, from insurance, government compensation, or tort liability, list the total received. List unpaid claims on Official Form 106A/B (Schedule A/B: Assets – Real and Personal Property).		

Part 6: Certain Payments or Transfers**11. Payments related to bankruptcy**

List any payments of money or other transfers of property made by the debtor or person acting on behalf of the debtor within 1 year before the filing of this case to another person or entity, including attorneys, that the debtor consulted about debt consolidation or restructuring, seeking bankruptcy relief, or filing a bankruptcy case.

☐ None.

Who was paid or who received the transfer? Address	If not money, describe any property transferred	Dates	Total amount or value
11.1. Pachulski Stang Ziehl & Jones LLP 10100 Santa Monica Blvd. 13th Floor Los Angeles, CA 90067		10/19/16 10/24/16 02/09/17	\$102,220.00
Email or website address pszjlaw.com			
Who made the payment, if not debtor?			

12. Self-settled trusts of which the debtor is a beneficiary

List any payments or transfers of property made by the debtor or a person acting on behalf of the debtor within 10 years before the filing of this case to a self-settled trust or similar device.
Do not include transfers already listed on this statement.

☒ None.

Name of trust or device	Describe any property transferred	Dates transfers were made	Total amount or value
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13. Transfers not already listed on this statement

List any transfers of money or other property by sale, trade, or any other means made by the debtor or a person acting on behalf of the debtor within 2 years before the filing of this case to another person, other than property transferred in the ordinary course of business or financial affairs. Include both outright transfers and transfers made as security. Do not include gifts or transfers previously listed on this statement.

☒ None.

Who received transfer? Address	Description of property transferred or payments received or debts paid in exchange	Date transfer was made	Total amount or value
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Part 7: Previous Locations**14. Previous addresses**

List all previous addresses used by the debtor within 3 years before filing this case and the dates the addresses were used.

☒ Does not apply

Address	Dates of occupancy From-To
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Part 8: Health Care Bankruptcies**15. Health Care bankruptcies**

Is the debtor primarily engaged in offering services and facilities for:

- diagnosing or treating injury, deformity, or disease, or
- providing any surgical, psychiatric, drug treatment, or obstetric care?

- ☒ No. Go to Part 9.
- ☐ Yes. Fill in the information below.

Facility name and address**Nature of the business operation, including type of services the debtor provides****If debtor provides meals and housing, number of patients in debtor's care****Part 9: Personally Identifiable Information****16. Does the debtor collect and retain personally identifiable information of customers?**

- ☒ No.
- ☐ Yes. State the nature of the information collected and retained.

17. Within 6 years before filing this case, have any employees of the debtor been participants in any ERISA, 401(k), 403(b), or other pension or profit-sharing plan made available by the debtor as an employee benefit?

- ☒ No. Go to Part 10.
- ☐ Yes. Does the debtor serve as plan administrator?

Part 10: Certain Financial Accounts, Safe Deposit Boxes, and Storage Units**18. Closed financial accounts**

Within 1 year before filing this case, were any financial accounts or instruments held in the debtor's name, or for the debtor's benefit, closed, sold, moved, or transferred?

Include checking, savings, money market, or other financial accounts; certificates of deposit; and shares in banks, credit unions, brokerage houses, cooperatives, associations, and other financial institutions.

- ☒ None

Financial Institution name and Address**Last 4 digits of account number****Type of account or instrument****Date account was closed, sold, moved, or transferred****Last balance before closing or transfer****19. Safe deposit boxes**

List any safe deposit box or other depository for securities, cash, or other valuables the debtor now has or did have within 1 year before filing this case.

- ☒ None

Depository institution name and address**Names of anyone with access to it
Address****Description of the contents****Do you still have it?****20. Off-premises storage**

List any property kept in storage units or warehouses within 1 year before filing this case. Do not include facilities that are in a part of a building in which the debtor does business.

- ☐ None

Facility name and address**Names of anyone with access to it****Description of the contents****Do you still have it?****2XL
212 Railroad Avenue
Milpitas, CA 95035****Greg Russon
1530 McCarthy Blvd.
Milpitas, CA 95035****Fixed assets and inventory**☐ No
☒ Yes

Facility name and address	Names of anyone with access to it	Description of the contents	Do you still have it?
K&N 150 West Hill Place Brisbane, CA 94005	Greg Russon 1530 McCarthy Blvd. Milpitas, CA 95035	Inventory	<input type="checkbox"/> No <input checked="" type="checkbox"/> Yes

Part 11: Property the Debtor Holds or Controls That the Debtor Does Not Own**21. Property held for another**

List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored for, or held in trust. Do not list leased or rented property.

☒ None

Part 12: Details About Environment Information

For the purpose of Part 12, the following definitions apply:

Environmental law means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).

Site means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.

Hazardous material means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similarly harmful substance.

Report all notices, releases, and proceedings known, regardless of when they occurred.

22. Has the debtor been a party in any judicial or administrative proceeding under any environmental law? Include settlements and orders.

- ☒ No.
☐ Yes. Provide details below.

Case title Case number	Court or agency name and address	Nature of the case	Status of case
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23. Has any governmental unit otherwise notified the debtor that the debtor may be liable or potentially liable under or in violation of an environmental law?

- ☒ No.
☐ Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
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24. Has the debtor notified any governmental unit of any release of hazardous material?

- ☒ No.
☐ Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
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Part 13: Details About the Debtor's Business or Connections to Any Business**25. Other businesses in which the debtor has or has had an interest**

List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case. Include this information even if already listed in the Schedules.

☒ None

Business name address**Describe the nature of the business****Employer Identification number**

Do not include Social Security number or ITIN.

Dates business existed**26. Books, records, and financial statements**

26a. List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.

☐ None

Name and address		Date of service From-To
26a.1.	Jane Chik 579 Gridley St. San Jose, CA 95127	09/29/14 - 08/02/16
26a.2.	Ryan Brown 3665 La Calle Ct. Palo Alto, CA 94306	09/28/09 - 10/16/15
26a.3.	Syed Abidi 4343 Cahill St. Fremont, CA 94538	10/12/15 - 04/13/16
26a.4.	Jonathan Carr 1530 McCarthy Blvd. Milpitas, CA 95035	07/05/16 - present
26a.5.	Laurie Relos 1530 McCarthy Blvd. Milpitas, CA 95035	10/17/16 - present

26b. List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement within 2 years before filing this case.

☐ None

Name and address		Date of service From-To
26b.1.	PricewaterhouseCoopers LLP PO Box 514038 Los Angeles, CA 90051	2009 - present
Name and address		Date of service From-To
26b.2.	Moss Adams LLP PO Box 748369 Los Angeles, CA 90074	2013 - present

26c. List all firms or individuals who were in possession of the debtor's books of account and records when this case is filed.

☐ None

Name and address		If any books of account and records are unavailable, explain why
26c.1.	Beamreach Solar, Inc. 1530 & 1504 McCarthy Blvd. Milpitas, CA 95035	

26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.

☐ None**Name and address**

Name and address

26d.1. **BDO USA LLP**
One Bush Street
Suite 1800
San Francisco, CA 94104

26d.2. **Wells Fargo**
Clean Tech Group
45 Fremont St., 7th Fl.
San Francisco, CA 94105-2204

26d.3. **GSV Equity LLC**
205 N. Michigan Ave.
Suite 3770
Chicago, IL 60601

26d.4. **Kleiner Perkins Caufield & Byers**
2750 Sand Hill Road
Menlo Park, CA 94025

26d.5. **Technology Partners**
100 Shoreline Hwy.
Bldg B, Ste 282
Mill Valley, CA 94941

26d.6. **Opus Bank**
19900 MacArthur Blvd., 12th Flr.
Irvine, CA 92612

26d.7. **Trinity Capital**
2121 W. Chandler Blvd.
Suite 103
Chandler, AZ 85224

27. Inventories

Have any inventories of the debtor's property been taken within 2 years before filing this case?

☒ No

☐ Yes. Give the details about the two most recent inventories.

Name of the person who supervised the taking of the inventory

Date of inventory

The dollar amount and basis (cost, market, or other basis) of each inventory

28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.

Name	Address	Position and nature of any interest	% of interest, if any
Mark Kerstens	1530 McCarthy Blvd. Milpitas, CA 95035	Chief Executive Officer	
Name	Address	Position and nature of any interest	% of interest, if any
Mehrad Moslehi	1530 McCarthy Blvd. Milpitas, CA 95035	Founder, Chief Strategy Officer & Chief Technology Officer	
Name	Address	Position and nature of any interest	% of interest, if any
Reyad Fezzani	995 Menlo Oaks Drive Menlo Park, CA 94025	Board member	

Name	Address	Position and nature of any interest	% of interest, if any
Jan van Dokkum	2750 Sand Hill Road Menlo Park, CA 94025	Board member	
Name	Address	Position and nature of any interest	% of interest, if any
Greg Williams	251 Lytton Avenue Suite 200 Palo Alto, CA 94301	Board member	
Name	Address	Position and nature of any interest	% of interest, if any
Michael Wingert	140 Wilder Ave. Los Gatos, CA 95030	Chairman of the Board	

29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?

- ☐ No
☒ Yes. Identify below.

Name	Address	Position and nature of any interest	Period during which position or interest was held
Ira Ehrenpreis	550 University Ave. Palo Alto, CA 94301	Board member	2007 - January 2017
Name	Address	Position and nature of any interest	Period during which position or interest was held
Les Vasdaz	18070 Carriger Rd. Sonoma, CA 95476	Board member	July 2008 - October 2016
Name	Address	Position and nature of any interest	Period during which position or interest was held
Mike Cannon	7912 Cava Place Austin, TX 78735	Board member	September 2015 - September 2016

30. Payments, distributions, or withdrawals credited or given to insiders

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?

- ☒ No
☐ Yes. Identify below.

Name and address of recipient	Amount of money or description and value of property	Dates	Reason for providing the value
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31. Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?

- ☒ No
☐ Yes. Identify below.

Name of the parent corporation	Employer Identification number of the parent corporation
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32. Within 6 years before filing this case, has the debtor as an employer been responsible for contributing to a pension fund?

- ☐ No
☒ Yes. Identify below.

Debtor Beamreach Solar, Inc.

Case number (if known) _____

Name of the parent corporation

401K - Beamreach Solar, Inc.

Employer identification number of the parent corporation

EIN: 20-8457485

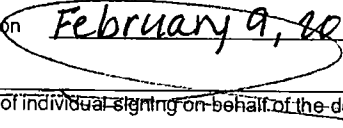
Part 14: Signature and Declaration

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

I have examined the information in this *Statement of Financial Affairs* and any attachments and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on February 9, 2017


Signature of individual signing on behalf of the debtor

Marinus Jacobus Adrianus Kerstens
Printed name

Position or relationship to debtor Chief Executive Officer

Are additional pages to *Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy* (Official Form 207) attached?

☐ No

☒ Yes

Beamreach Solar, Inc.**Attachment 3a to SoFA**

Disbursements to Vendors within 90 days of filing

Vendors Name	Sum of Amount
2XL	\$ 49,833
40 Hrs Staffing	\$ 20,519
Ace Fire Equipment & Service Co., Inc.	\$ 9,165
ACME Roofing Services Inc	\$ 500
Adobe Sign	\$ 2,520
Advanced Chemical Transport	\$ 28,435
AERONET	\$ 72,493
Aggreko	\$ 37,462
Air Liquide America Specialty Gases	\$ 5,719
Air Products & Chemicals, Inc.	\$ 26,197
Airgas NCN	\$ 2,311
AJU KIM CHANG & LEE	\$ 314
Almaden	\$ 27,993
American Express	\$ 100
Arc Best	\$ 1,016
AT&T	\$ 6,058
AT&T Mobility	\$ 316
Automatic Vending	\$ 3,379
BankDirect Capital Finance LLC (Hays)	\$ 56,383
Bay Alarm Company	\$ 1,774
Bay Area Circuits, Inc.	\$ 14,513
Beaver & Associates	\$ 34,208
Board of Equalization	\$ 1,012
Brad Voss	\$ 2,645
Bressler Group	\$ 10,994
Bundesanzeiger Verlagsges. mgh	\$ 40
CalPack Crating	\$ 3,494
CBRE, Inc.	\$ 525
Chang Tsi & Partners	\$ 5,055
Chi Hoang	\$ 20,447
Christa Frasier	\$ 894
Cintas	\$ 215
City of Milpitas	\$ 1,066
City of Milpitas (utility)	\$ 100,446
Clean-Lines Design	\$ 7,002
Computer Packages, Inc.	\$ 36,337
Cooper White & Cooper	\$ 16,080
County of Santa Clara	\$ 8,974
CPP, Inc.	\$ 2,000
CREATIVE ENGINEERING SOLUTIONS PTE LTD	\$ 900
D&B	\$ 783
DataSafe	\$ 528

Beamreach Solar, Inc.**Attachment 3a to SoFA**

Disbursements to Vendors within 90 days of filing

Vendors Name	Sum of Amount
David Kinser	\$ 700
Dewey Pest Control	\$ 300
Diamond Fence Company, Inc.	\$ 1,429
Director of the USPTO	\$ 41,751
Duane Morris	\$ 15,000
Duniway Stockroom Corp.	\$ 653
Entrees Unlimited	\$ 831
Essex Capital Corportation	\$ 1,704,672
Evoqua Water Technologies	\$ 9,098
Ewald Associates, Inc.	\$ 2,047
Fabricated Extrusion	\$ 7,050
FedEx Express	\$ 1,632
FedEx Freight *	\$ 1,175
Fenwick & West LLP	\$ 250,000
Fire-Matic System, Inc	\$ 2,212
Flagship Facility Services, Inc.	\$ 17,065
FR Kelly	\$ 7,500
Freehills Patent Attorneys	\$ 4,152
Gary Kendall*	\$ 5,000
Graco Ohio Inc.	\$ 21,960
Hana Intellectual Property Law	\$ 2,270
Harrington Industrial Plastics	\$ 1,125
Haulaway	\$ 1,478
HeinConcept	\$ 42,817
Hellmann Worlwide Logistics	\$ 39
Heritage Bank Commerce	\$ 2,625
High Tech Printing	\$ 2,338
HPM Systems Inc.	\$ 10,870
Imperial Capital	\$ 25,000
Inland Water, Inc	\$ 3,263
Intuit Quickbooks	\$ 546
Jake Stringer	\$ 941
Jiaquan IP Law Firm	\$ 5,576
JLT Specialty Insurance Service	\$ 213,503
John G. Klinestiver	\$ 1,346
Kuhne + Nagel Inc.	\$ 30,089
LAB - PRO, Inc.	\$ 255
Linde Electronics & Speciality Gases	\$ 28,130
LPG	\$ 52,738
Mallory Safety and Supply LLC	\$ 4,639
MCP	\$ 1,588
MindShift	\$ 25,593

Beamreach Solar, Inc.**Attachment 3a to SoFA**

Disbursements to Vendors within 90 days of filing

Vendors Name	Sum of Amount
Moore Engineering	\$ 5,000
MSA Systems, Inc.	\$ 489
MUHAN Patent & Law Firm	\$ 1,332
Nakamura & Partners	\$ 13,646
Neo Solar Power Corp.	\$ 252,765
Oak Creek Properties, LLC	\$ 262,781
Opus Bank	\$ 406,112
Pacific West Security, Inc.	\$ 6,000
Park IP Translations	\$ 26,719
PG&E	\$ 84,091
Pintas IP Group	\$ 2,385
Praxair Distribution, Inc.	\$ 481
Prudential Cleanroom Services	\$ 1,061
Rack Space Managed Hosting	\$ 10,284
Renewable Energy & Cleantech Law Group	\$ 6,545
Republic Services #915	\$ 1,609
Riv Inc. S&U	\$ 1,984
Royal Adhesives & Sealants LLC	\$ 17,457
Salesforce.com, Inc.	\$ 128
Santa Clara County Tax Collector	\$ 50,065
Securitas Security Services, Inc.	\$ 26,684
Sg Loh	\$ 25,849
Shape Products	\$ 22,306
Sherman Electric	\$ 1,258
Sherwood Partners, Inc.	\$ 95,108
Signature Bank	\$ 4,001
SilPac	\$ 2,305
State of Delaware	\$ 53,862
State Water Resources Control Board	\$ 1,676
Stefan Heyn	\$ 57,293
Sugitani Patent Office	\$ 3,154
Sun Chemical Corp. S&U	\$ 582
Tenney Environmental	\$ 1,200
Therma Corp.	\$ 5,000
Toshiba Financial Service	\$ 1,528
TOYOPLAS HOLDINGS PTE LTD	\$ 413,288
TOYOPLAS MANUFACTURING (MALAYSIA) SDN. BH	\$ 6,115
Travelers	\$ 26,292
Trinity Capital Fund II, L.P.	\$ 441,753
Trumpf Huettinger, Inc.	\$ 14,008
UL LLC	\$ 46,375
Uline	\$ 994

Beamreach Solar, Inc.

Attachment 3a to SoFA

Disbursements to Vendors within 90 days of filing

Vendors Name	Sum of Amount
Univar USA Inc	\$ 1,594
W2 Systems	\$ 31,104
West Valley Engineering	\$ 56,209
WRAYS IP	\$ 797
WRS Materials	\$ 2,100
Yusen Logistics (Americas) Inc.	\$ 2,770
Zhejiang Renhe Photovoltaic Technology Co	\$ 558
Zulfadzli Haron	\$ 4,000
Total Disbursements	\$ 5,672,338